

BETHESDA SOFTWARES LLC  
Plaintiff/Counter-Defendant

v.

INTERPLAY ENTERTAINMENT CORP.,  
Defendant/Counter-Plaintiff.

Civil Case No.: 09-CV-02357 (DKC)

Exhibits of Plaintiff/Counter-Defendant Bethesda Softworks LLC

<b><i>Plaintiff's Exhibit No.</i></b>	<b><i>Identification</i></b>	<b><i>Admitted</i></b>	<b><i>Description</i></b>
1			Asset Purchase Agreement dated April 4, 2007
2			Trademark License Agreement dated April 4, 2007
3			Copyright Assignment April 9, 2007
4			Trademark Assignment April 9, 2007
5			United States Copyright Office Certificate of Registration, Registration Number VA 1-624-742
6			United States Copyright Office Certificate of Registration, Registration Number TX 6-812-430
7			United States Copyright Office Certificate of Registration, Registration Number VA 1-621-865
8			United States Copyright Office Certificate of Registration, Registration Number VA 1-621-867
9			United States Copyright Office Certificate of Registration, Registration Number VA 1-621-874
10			United States Copyright Office Certificate of Registration, Registration Number VA 1-621-850
11			United States Copyright Office Certificate of Registration, Registration Number VA 1-621-849
12			United States Copyright Office Certificate of Registration, Registration Number PA 886-144
13			United States Copyright Office Certificate of Registration, Registration Number PA 931-744
14			United States Copyright Office Certificate of Registration, Registration Number PA 1-617-151

15			United States Copyright Office Certificate of Registration, Registration Number PA 1-617-142
16			United States Copyright Office Certificate of Registration, Registration Number PA 1-617-156
17			United States Copyright Office Certificate of Registration, Registration Number VA 1-419-472
18			United States Patent and Trademark Office, Trademark Registration No. 2,181,084
19			United States Patent and Trademark Office, Trademark Registration No. 3,583,756
20			United States Patent and Trademark Office, Trademark Registration No. 3,628,689
21			United States Patent and Trademark Office, Trademark Registration No. 3,617,444
22			United States Patent and Trademark Office, Notice of Recordation of Assignment No. 90074035A
23			Form 10-K Annual Report of Interplay Entertainment Corp. for the Fiscal Year Ended December 31, 2007
24			Form 10-Q Quarterly Report of Interplay Entertainment Corp. for the Quarterly Period Ended March 31, 2008
25			Form 10-K Annual Report of Interplay Entertainment Corp. for the Fiscal Year Ended December 31, 2008
26			Form 10-Q Quarterly Report of Interplay Entertainment Corp. for the Quarterly Period Ended March 31, 2009
27			Form 10-Q Quarterly Report of Interplay Entertainment Corp. for the Quarterly Period Ended June 30, 2009
28			Form 10-Q Quarterly Report of Interplay Entertainment Corp. for the Quarterly Period Ended September 30, 2009
29			Form 10-K Annual Report of Interplay Entertainment Corp. for the Fiscal Year Ended December 31, 2009
30			Form 10-K Annual Report of Interplay Entertainment Corp. for the Fiscal Year Ended December 31, 2010
31			Form 10-Q Quarterly Report of Interplay Entertainment Corp. for the Quarterly Period Ended March 31, 2011
32			Supplemental Responses of Interplay Entertainment Corp. to Bethesda Softworks First Set of Interrogatories dated February 8, 2011

33			Transcript of Telephonic Hearing on September 23, 2009, <i>Bethesda Softworks LLC v. Interplay Entertainment Corp.</i> , No. 09-CV-2357-DKC
34			Transcript of Motions Hearing on December 10, 2009, <i>Bethesda Softworks LLC v. Interplay Entertainment Corp.</i> , No. 09-CV-2357-DKC
35			Notice of Motion and Motion for Order 1) Establishing Procedures for Dismissal of Involuntary Proceedings and 2) Dismissing Involuntary Petition Pursuant to 11 U.S.C. §§ 305(a) & 707(a) and exhibits filed April 27, 2007 in <i>In re Interplay Entertainment Corp.</i> , Case No. SA 06-11994 TA (Bankr. C.D. Cal.)
36			Declaration of Herve Caen in Support of Notice of Motion and Motion for Order 1) Establishing Procedures for Dismissal of Involuntary Proceedings and 2) Dismissing Involuntary Petition Pursuant to 11 U.S.C. §§ 305(a) & 707(a) dated April 26, 2007 in <i>In re Interplay Entertainment Corp.</i> , Case No. SA 06-11994 TA (Bankr. C.D. Cal.)
37			Interplay Entertainment Corp.'s Response to Special Interrogatories, Set No. One dated May 3, 2010
38			Exhibit 40 to Deposition of Herve Caen, December 4, 2009
39			Fallout Online Wiki Document (IPE 005439 – IPE 007622)
40			Website content of <a href="http://www.fallout-on-line.com">www.fallout-on-line.com</a>
41			Copyrighted Fallout game property
42			Copyrighted Fallout 2 game property
43			Copyrighted Fallout 3 game property
44			Exhibit 1 to Deposition of Herve Caen, December 4, 2009 (IPE 0000470 – IPE 0000485)
45			Exhibit 4 to Deposition of Herve Caen, December 4, 2009 (IPE 000323 – IPE 000325)
46			Copyrighted Fallout Logos
47			Copyrighted Vault Boy Characters

48			Further Supplemental Response of Interplay Entertainment Corp. to Interrogatory 14 of Bethesda Softworks LLC's First Set of Interrogatories dated May 14, 2011
49			Declaration of Herve Caen in Support of Interplay's Opposition to the Motion of Plaintiff/Counter-Defendant Bethesda Softworks LLC for a Preliminary Injunction filed Oct. 26, 2009
50			Product Development Agreement "Project: V13" MMOG entered into between PV13 Online, Inc. and Masthead Studios Ltd. in January 2010 (IPE 009977 – IPE 009996)
51			Exhibit 7 to Deposition of Herve Caen, December 4, 2009 (BSW 000029 – BSW 000040)
52			Exhibit 8 to Deposition of Herve Caen, December 4, 2009 (BSW 000007 – BSW 000021)
53			Exhibit 14 to Deposition of Herve Caen, December 4, 2009 (BSW-E00001874)
54			Exhibit 15 to Deposition of Herve Caen, December 4, 2009 (BSW-E00001682)
55			Exhibit 21 to Deposition of Herve Caen, December 4, 2009 (BSW-E00001738 – BSW-E00001739)
56			Exhibit 27 to Deposition of Herve Caen, December 4, 2009 (BSW 000276 – BSW 000277)
57			Exhibit 29 to Deposition of Herve Caen, December 4, 2009
58			Exhibit 31 to Deposition of Herve Caen, December 4, 2009 (IPE 000266 – IPE 000288)
59			Exhibit 32 to Deposition of Herve Caen, December 4, 2009 (IPE 000338 – IPE 000359)
60			Exhibit 33 to Deposition of Herve Caen, December 4, 2009 (IPE 000379 – IPE 000388)
61			Exhibit 34 to Deposition of Herve Caen, December 4, 2009 (IPE 000370 – IPE 000375)
62			Exhibit 35 to Deposition of Herve Caen, December 4, 2009 (IPE 000402 – IPE 000411)
63			Exhibit 36 to Deposition of Herve Caen, December 4, 2009 (IPE 000389 – IPE 000392)
64			Exhibit 37 to Deposition of Herve Caen, December 4, 2009 (IPE 000398 – IPE 000401)
65			Exhibit 38 to Deposition of Herve Caen, December 4, 2009 (IPE 000289 – IPE 000299)
66			Exhibit 39 to Deposition of Herve Caen, December 4, 2009 (IPE 000247 – IPE 000256)

67			Exhibit 10 to 30(b)(6) Deposition of Interplay Entertainment Corp., October 8, 2010 (IPE 0000437 – IPE 0000441)
68			Exhibit 4 to Deposition of Frederic Chesnais, June 11, 2010
69			Exhibit 6 to Deposition of Frederic Chesnais, June 11, 2010 (IPE 0000470 – IPE 0000485)
70			Exhibit 7 to Deposition of Frederic Chesnais, June 11, 2010
71			Exhibit 8 to Deposition of Frederic Chesnais, June 11, 2010
72			State of Delaware Certificate of Incorporation for the Stock Corporation PV13 Online Inc. filed December 15, 2009
73			Exhibits A through I to Plaintiff's Motion for Preliminary Injunction filed September 8, 2009
74			Exhibits J through L to the Reply in Further Support of Plaintiff's Motion for Preliminary Injunction filed November 9, 2009
75			Exhibits 1 through 18 to the Memorandum in Support of Plaintiff's Motion for Preliminary Injunction filed June 6, 2011
76			Exhibits 1 through 11 to the Reply Memorandum in Support of Plaintiff's Motion for Preliminary Injunction filed July 11, 2011
77			Document entitled "Games Warehouse Fallout Collection" (IPE 0000448 – IPE 0000450)
78			Document entitled "No Mutants Allowed" (IPE 0000459 – IPE 0000463)
79			Correspondence (IPE 0000746)
80			Correspondence (IPE 0000923 – IP 000924)
81			Document entitled "Fallout Online" (IPE 007855 – IPE 007867)
82			Document entitled "Fallout Online" (IPE 007895 – IPE 007914)
83			Document entitled "Fallout Online" (IPE 007955 – IPE 007974)
84			Document entitled "Fallout Online The Future is Yesterday"
85			Document entitled "Fallout A Post Nuclear Role Playing Game" (IPE 008362)
86			Fallout MMOG budget document (IPE 008698 – IPE 008879)

87			Pre-existing Fallout game sales documents (IPE 09809 – 09907 and IPE 014480 – IPE 014578)
88			Document entitled “Project V13” (IPE 010338 – IPE 010343)
89			Document entitled “Fallout Online” (IPE 010358 – IPE 010382)
90			Document entitled “Project V13” (IPE 012293 – IPE 012294)
91			Untitled document (IPE 014997)
92			E-mail correspondence (IPE 016264 – IPE 016265)
93			E-mail correspondence (IPE 016272 – IPE 016273)
94			E-mail correspondence (IPE 016290 – IPE 016292)
95			E-mail correspondence (IPE 016298 – IPE 016300)
96			E-mail correspondence (IPE 016333)
97			Untitled document (IPE 016531 - IPE 016539)
98			E-mail correspondence (IPE 016816)
99			E-mail correspondence (IPE 017116 – IPE 017119)
100			E-mail correspondence (IPE 017130 – IPE 017136)
101			E-mail correspondence (IPE 017491 – IPE 017492)
102			E-mail correspondence (IPE 017153 – IPE 017154)
103			E-mail correspondence (IPE 017547 – IPE 017548)
104			E-mail correspondence (IPE 017821 – IPE 017828)
105			E-mail correspondence (IPE 018030 – IPE 018033)
106			Document entitled “Investor Presentation” (IPE 018383 – IPE 018445)
107			Document entitled “Investor Presentation” (IPE 018266 – IPE 018330)
108			E-mail correspondence (BSW-E00000269)

109			E-mail correspondence (BSW-E00000392)
110			E-mail correspondence (BSW-E00002135)
111			E-mail correspondence (BSW-E00002138 – BSW-E000002139)
112			E-mail correspondence (BSW-E00002140 – BSW-E000002141)

Date: December 9, 2011

Respectfully submitted,

**FRIED, FRANK, HARRIS, SHRIVER &  
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**CERTIFICATE OF SERVICE**

I hereby certify that on this 9th day of December, 2011, I electronically filed and served the foregoing Exhibits of Plaintiff/Counter-Defendant Bethesda Softworks LLC on the following:

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